



**ARIZONA CORPORATION COMMISSION
CORPORATIONS DIVISION**

**GENERAL FILING INSTRUCTIONS
FOR DOMESTIC BUSINESS CORPORATION
ARTICLES OF DISSOLUTION**
Pursuant to A.R.S. § 10-1403

NOTE: DO NOT use this form if dissolving by INCORPORATORS or INITIAL DIRECTORS (pursuant to A.R.S. §10-1401)

1. The Articles must be executed and state the name of each person who signs it and the capacity in which each person signs. The document may be executed by either the Chairman of the Board of Directors, President or another authorized officer or if the corporation is in the hands of a receiver, trustee or other court appointed fiduciary, by that fiduciary.
2. Pursuant to ARS §10-1403(D), the application for Articles of Dissolution is not considered complete until all fees, penalties and costs have been paid. Please make sure there are no outstanding annual reports prior to completing the dissolution. You can contact the Annual Reports Section at (602) 542-3285.
3. Deliver the completed original Articles and one (1) copy to the Commission accompanied by the \$25.00 (U.S.) filing fee (A.R.S. §10-122). Expedited filing service is available for an additional \$35.00 fee. Make check payable to the Arizona Corporation Commission.
4. The dissolution will not be considered complete until the Commission has received an affidavit evidencing that a copy of the Articles of Dissolution has been published in a newspaper of general circulation in the county of the known place of business in Arizona for three (3) consecutive publications. A list of acceptable newspapers in each county will accompany the approval letter and is posted on the Commission web site at www.azcc.gov/corp. Please do not publish the Articles of Dissolution until the document has been approved by the Commission.
5. The dissolution will not be considered complete until the Commission has received a Certificate of Compliance from the Arizona Department of Revenue stating that the tax levied under A.R.S. Title 42, chapter 5, article 1 against the corporation has been paid or that the applicant is not subject to the tax. A duly authorized officer must request the certificate of compliance from the Arizona Department of Revenue.
You may access a request form at <http://www.azdor.gov/Forms/other.asp> or send a request to the address listed below. A Power of Attorney form is required if the request is made by anyone other than a corporate officer. Provide your corporate identification number, your employer identification number, and your sales tax license number or the type of business which exempts you from sales tax. The department will respond directly to you within thirty days from your written request and you must deliver the certificate to the Commission in order to complete the dissolution.

**SEND YOUR REQUEST FORM TO: ARIZONA DEPARTMENT OF REVENUE
SPECIAL COLLECTION SECTION
Re: Certificate of Compliance
1600 WEST MONROE
PHOENIX, ARIZONA 85007**

For further information, please contact the Customer Phone Bank at (602) 542-3026 in Phoenix or the Tucson office at (520) 628-6560 (Toll Free, AZ Residents only - 800 345-5819.)

ARTICLES OF DISSOLUTION

Pursuant to A.R.S. § 10-1403

1. The name of the corporation is:

_____.

2. Dissolution of the corporation was authorized by its shareholders on the ____ day of _____, _____.

3. There is/are _____ voting groups eligible to vote on approval of the dissolution. The designation of voting groups entitled to vote separately on the dissolution, the number of votes in each, the number of votes represented at the meeting at which the dissolution was approved and the votes cast for and against the dissolution were as follows:

Votes cast for _____

Votes cast against _____

If voting by voting group(s) is required:

The voting group consisting of _____ outstanding shares of _____ [class or series] stock is entitled to _____ votes. There were _____ votes present at the meeting. The voting group cast _____ votes for and _____ votes against approval of the dissolution. The number of votes cast for approval of the dissolution was sufficient for approval by the voting group.

The voting group consisting of _____ outstanding shares of _____ [class or series] stock is entitled to _____ votes. There were _____ votes present at the meeting. The voting group cast _____ votes for and _____ votes against approval of the dissolution. The number of votes cast for approval of the dissolution was sufficient for approval by the voting group.

Dated this _____ day of _____, _____

Signature: _____

Printed Name: _____

Title: _____